

**16 C.F.R. Part 803 - Appendix**  
**NOTIFICATION AND REPORT FORM FOR CERTAIN MERGERS AND ACQUISITIONS**

Approved by OMB  
3084-0005  
Expires 8-31-02

THE INFORMATION REQUIRED TO BE SUPPLIED ON THESE ANSWER SHEETS IS SPECIFIED IN THE INSTRUCTIONS  
> Attach the Affidavit required by § 803.5 to this page.

FOR OFFICE USE ONLY  
TRANSACTION NUMBER  
| | | | |

IS THIS ACQUISITION A CASH TENDER OFFER?

☐ YES ☐ NO

☐ CTO ☐ ETR

DO YOU REQUEST EARLY TERMINATION OF THE WAITING PERIOD? (*Grants of early termination are published in the Federal Register.*)

☐ YES ☐ NO

**ITEM 1**

(a) NAME AND HEADQUARTERS ADDRESS OF PERSON FILING

(b) PERSON FILING NOTIFICATION IS

☐ an acquiring person ☐ an acquired person ☐ both

(c) LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRING PERSONS

LIST NAMES OF ULTIMATE PARENT ENTITIES OF ALL ACQUIRED PERSONS

(d) THIS ACQUISITION IS (*put an X in all the boxes that apply*)

☐ acquisition of assets  
☐ a merger (see § 801.2)  
☐ an acquisition subject to § 801.2(e)  
☐ a formation of a joint venture of other corporation (see § 801.40)  
☐ an acquisition subject to § 801.30 (*specify type*)  
☐ other (*specify*) \_\_\_\_\_

☐ a consolidation (see § 801.2)  
☐ an acquisition of voting securities  
☐ a secondary acquisition  
☐ an acquisition subject to § 801.31

(e) INDICATE THE HIGHEST NOTIFICATION THRESHOLD IN § 801.1(h) FOR WHICH THIS FORM IS BEING FILED (*acquiring person only*)

☐ \$15 million ☐ 15% ☐ 25% ☐ 50%

(f) VALUE OF VOTING SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION

VALUE OF ASSETS

(g) PUT AN "X" IN THE APPROPRIATE BOX TO DESCRIBE PERSON FILING NOTIFICATION

☐ Corporation ☐ Partnership ☐ Other (*Specify*) \_\_\_\_\_

(h) DATA FURNISHED BY

☐ calendar year ☐ fiscal year (*specify period*) \_\_\_\_\_ (month/year) to \_\_\_\_\_ (month/year)

THIS FORM IS REQUIRED BY LAW and must be filed separately by each person which, by reason of a merger, consolidation or acquisition, is subject to §7A of the Clayton Act, 15 U.S.C. § 18a, as added by Section 201 of the Hart-Scott-Rodino Antitrust Improvements Act of 1976, Pub. L. No. 94-435, 90 Stat. 1390, and rules promulgated thereunder (hereinafter referred to as "the rules" or by section number). The statute and rules are set forth in the *Federal Register* at 43 FR 33450; the rules may also be found at 16 CFR Parts 801-03. Failure to file this **Notification and Report Form**, and to observe the required waiting period before consummating the acquisition in accordance with the applicable provisions of 15 U.S.C. § 18a and the rules, subjects any "person," as defined in the rules, or any individuals responsible for noncompliance, to liability for a penalty of not more than \$10,000 for each day during which such person is in violation of 15 U.S.C. §18a.

All information and documentary material filed in or with this Form is confidential. It is exempt from disclosure under the Freedom of Information Act, and may be made public only in an administrative or judicial proceeding, or disclosed to Congress or to a duly authorized committee or subcommittee of Congress.

Complete and return *two* notarized copies (with *one* set of documentary attachments) of this **Notification and Report Form** to Premerger Notification Office, Bureau of Competition, Room 303, Federal Trade Commission, Washington, DC 20580. *Three* notarized copies (with *one* set of documentary attachments) should be sent to Director of Operations, Antitrust Division, Department of Justice. (See the Instructions to the Form for complete mailing information for the Department of Justice.) The central office for information and assistance with respect to matters in connection with this **Notification and Report Form** is Room 303, Federal Trade Commission, Washington, DC 20580, phone (202) 326-3100.

DISCLOSURE NOTICE - Public reporting burden for this report is estimated to vary from 8 to 160 hours per response, with an average of 39 hours per response, including time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding the burden estimate or any other aspect of this report, including suggestions for reducing this burden to:

Premerger Notification Office,  
H-303  
Federal Trade Commission  
Washington, DC 20580

Office of Information and  
Regulatory Affairs,  
Office of Management and Budget  
Washington, DC 20503

NAME OF PERSON FILING NOTIFICATION	DATE
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(i) PUT AN X IN THE APPROPRIATE BOX AND GIVE THE NAME AND ADDRESS OF ENTITY FILING NOTIFICATION (if other than ultimate parent entity)

<input type="checkbox"/> NA	<input type="checkbox"/> This report is being filed on behalf of a foreign person pursuant to § 803.4.	<input type="checkbox"/> This report is being filed on behalf of the ultimate parent entity by another entity within the same person authorized by it to file pursuant to § 803.2(a).
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NAME OF ENTITY FILING NOTIFICATION	ADDRESS
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(j) NAME AND ADDRESS OF ENTITY MAKING ACQUISITION OR WHOSE ASSETS OR VOTING SECURITIES ARE BEING ACQUIRED IF DIFFERENT FROM THE ULTIMATE PARENT ENTITY IDENTIFIED IN ITEM 1(a)

PERCENT OF VOTING SECURITIES HELD BY EACH ENTITY IDENTIFIED IN ITEM 1(a)

**ITEM 2**  
2(a) DESCRIPTION OF ACQUISITION

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NAME OF PERSON FILING NOTIFICATION

DATE

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2(b)(i) ASSETS TO BE ACQUIRED (to be completed only for assets acquisitions)

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2(b)(ii) ASSETS HELD BY ACQUIRING PERSON

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2(c) VOTING SECURITIES TO BE ACQUIRED

(c)(i) LIST AND DESCRIPTION OF VOTING SECURITIES AND LIST OF NON-VOTING SECURITIES:

(c)(ii) TOTAL NUMBER OF SHARES OF EACH CLASS OF SECURITY:

(c)(iii) TOTAL NUMBER OF SHARES OF EACH CLASS OF SECURITY BEING ACQUIRED:

(Item 2(c) continued on page 4)

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NAME OF PERSON FILING NOTIFICATION

DATE

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(c)(iv) IDENTITY OF PERSONS ACQUIRING SECURITIES:

(c)(v) DOLLAR VALUE OF SECURITIES IN EACH CLASS BEING ACQUIRED:

(c)(vi) TOTAL NUMBER OF EACH CLASS OF SECURITIES HELD BY ACQUIRING PERSON AS A RESULT OF THE ACQUISITION:

(c)(vii) PERCENTAGE OF EACH CLASS OF SECURITIES HELD BY ACQUIRING PERSON AS A RESULT OF THE ACQUISITION:

(c)(viii) DOLLAR VALUE OF SECURITIES TO BE HELD AS A RESULT OF THE ACQUISITION:

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(d) SUBMIT A COPY OF THE MOST RECENT VERSION OF CONTRACT OR AGREEMENT (or letter of intent to merge or acquire)

DO NOT ATTACH THIS DOCUMENT TO THIS PAGE

ATTACHMENT OR REFERENCE NUMBER OF CONTRACT OR AGREEMENT \_\_\_\_\_

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NAME OF PERSON FILING NOTIFICATION

DATE

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**ITEM 3**

ASSETS AND VOTING SECURITIES HELD AS A RESULT OF THE ACQUISITION

(a) PERCENTAGE OF ASSETS \_\_\_\_\_

(b) PERCENTAGE OF VOTING SECURITIES \_\_\_\_\_

(c) AGGREGATE TOTAL VALUE \_\_\_\_\_

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**ITEM 4** PERSONS FILING NOTIFICATION MAY PROVIDE BELOW AN OPTIONAL INDEX OF DOCUMENTS REQUIRED TO BE SUBMITTED BY ITEM 4  
(See Item by Item instructions). THESE DOCUMENTS SHOULD NOT BE ATTACHED TO THIS PAGE..

(a) DOCUMENTS FILED WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION ATTACHMENT OR REFERENCE NUMBER

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(b) ANNUAL REPORTS, ANNUAL AUDIT REPORTS, AND REGULARLY PREPARED BALANCE SHEETS ATTACHMENT OR REFERENCE NUMBER

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(c) STUDIES, SURVEYS, ANALYSES, AND REPORTS ATTACHMENT OR REFERENCE NUMBER

**ITEM 5** (See the "References" listed in the General Instructions to the Form. Refer to the 1987 edition of the *Standard Industrial Classification Manual* for the 4-digit (SIC Code) industry codes. Refer to the Numerical List of Manufactured and Mineral Products, *1992 Census of Manufactures and Census of Mineral Industries* (MC92-R-1) for the 5-digit product class and 7-digit product codes. Report revenues for the 5-digit and 7-digit codes using the codes in the columns labeled "Product code.")

## 5(a) DOLLAR REVENUES BY INDUSTRY

4-DIGIT  
INDUSTRY CODE

DESCRIPTION

1992 TOTAL  
DOLLAR REVENUES

7-DIGIT  
INDUSTRY CODE1992 TOTAL  
DOLLAR REVENUES





5-DIGIT  
INDUSTRY CODE

DESCRIPTION

YEAR  
| \_\_\_\_\_ |  
TOTAL DOLLAR REVENUES

4-DIGIT  
INDUSTRY CODE

DESCRIPTION

YEAR  
| \_\_\_\_\_ |  
TOTAL DOLLAR REVENUES

NAME OF PERSON FILING NOTIFICATION

DATE

5(d) COMPLETE ONLY IF ACQUISITION IS IN THE FORMATION OF A JOINT VENTURE OR OTHER CORPORATION

5(d)(I) NAME AND ADDRESS OF THE JOINT VENTURE OR OTHER CORPORATION

5(d)(ii)

(A) CONTRIBUTIONS THAT EACH PERSON FORMING THE JOINT VENTURE OR OTHER CORPORATION HAS AGREED TO MAKE

(B) DESCRIPTION OF ANY CONTRACTS OR AGREEMENTS

(C) DESCRIPTION OF ANY CREDIT GUARANTEES OR OBLIGATIONS

(D) DESCRIPTION OF CONSIDERATION WHICH EACH PERSON FORMING THE JOINT VENTURE OR OTHER CORPORATION WILL RECEIVE

5(d)(iii) DESCRIPTION OF THE BUSINESS IN WHICH THE JOINT VENTURE OR OTHER CORPORATION WILL ENGAGE

5(d)(iv) SOURCE OF DOLLAR REVENUES BY 4-DIGIT SIC CODE (non-manufacturing) AND BY 5-DIGIT PRODUCT CLASS (manufacturing)

NAME OF PERSON FILING NOTIFICATION	DATE
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**ITEM 6**  
6(a) ENTITIES WITHIN PERSON FILING NOTIFICATION

6(b) SHAREHOLDERS OR PERSON FILING NOTIFICATION

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NAME OF PERSON FILING NOTIFICATION

DATE

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6(c) HOLDINGS OF PERSON FILING NOTIFICATION

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**ITEM 7** DOLLAR REVENUES

7(a) 4-DIGIT SIC CODE AND DESCRIPTION

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7(b) NAME OF EACH PERSON WHICH ALSO DERIVED DOLLAR REVENUES

7(c) GEOGRAPHIC MARKET INFORMATION

☐ NO    ☐ YES (If yes and you are the vendee, complete the following)

DOLLAR AMOUNT

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NAME OF PERSON FILING NOTIFICATION	DATE
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**ITEM 10** IDENTIFICATION OF PERSON TO CONTACT REGARDING THIS REPORT

10(a) NAME OF CONTACT PERSON	TITLE OF CONTACT PERSON
FIRM NAME AND BUSINESS ADDRESS	BUSINESS TELEPHONE NUMBER
10(b) IDENTIFICATION OF AN INDIVIDUAL LOCATED IN THE UNITED STATES DESIGNATED FOR THE LIMITED PURPOSE OF RECEIVING NOTICE OF ISSUANCE OF A REQUEST FOR ADDITIONAL INFORMATION OR DOCUMENTS. (See § 803.20(b)(2)(iii))	
NAME	TITLE
ADDRESS	BUSINESS TELEPHONE NUMBER

**CERTIFICATION**

This **NOTIFICATION AND REPORT FORM**, together with any and all appendices and attachments thereto, was prepared and assembled under my supervision in accordance with instructions issued by the Federal Trade Commission. Subject to the recognition that, where so indicated, reasonable estimates have been made because books and records do not provide the required data, the information is, to the best of my knowledge, true, correct, and complete in accordance with the statute and rules.

NAME (Please print or type)	TITLE
SIGNATURE	DATE

Subscribed and sworn to before me at the  
City of \_\_\_\_\_, State of \_\_\_\_\_  
this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_  
Signature \_\_\_\_\_  
My Commission expires \_\_\_\_\_

[SEAL]

